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Via Electronic Mail and Overnight Mail

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RE: General Electric Company's Response to Questions Nos. 1 through 7 in Request for Information directed to Caribe General Electric Products, Inc. relating to the PROTECO Site in Peñuelas, Puerto Rico

Dear Ms. Leshak and Ms. Luna:

As agreed with Ms. Leshak, General Electric Company ("GE") submits this Response to Questions Nos. 1 through 7 in the above-referenced Request for Information ("Request") dated March 28, 2019 from the United States Environmental Protection Agency ("EPA") concerning the PROTECO Site in Peñuelas, Puerto Rico (the "Site"). GE appreciates EPA's grant of an extension of time to submit this initial Response, and its grant of an additional extension through and including June 24, 2019 to respond to the remaining portions of the Request. In addition to the narrative responses below, GE is producing herewith a CD containing documents bates-stamped GE_CARIBE000001-000103.

Preliminary Statement

The Request was directed to Caribe General Electric Products, Inc. ("Caribe Products") c/o General Electric Company, but as detailed below, Caribe Products is no longer a valid and existing corporate legal entity and therefore cannot respond to the Request. In providing this Response, GE does not concede or admit any successor and/or parent liability relating to Caribe Products or any of its former predecessors or affiliates, and GE reserves any and all rights to contest that GE is liable for any liabilities of Caribe Products or any other legal entity relating to the Site.

In responding to the Request, GE has undertaken a thorough investigation designed to identify available existing documents and/or other information in its possession, custody or



control. However, GE entered into a Stock and Asset Purchase Agreement with ABB Verwaltungs Ltd ("ABB") on September 24, 2017 (the "SAP Agreement"), pursuant to which GE transferred substantially all assets relating to the former General Electric Controls, Inc. facility in Vega Alta, Puerto Rico and the former General Electric Gepol, Inc. facility in Arecibo, Puerto Rico to ABB. Accordingly, although GE maintains certain access rights to documents and other information relating to prior operations at these facilities under the SAP Agreement, such rights are limited and require the coordination and reasonable cooperation of ABB. Further, many of the Requests concern events that occurred as far back as 45 years ago, with the result that GE's access to information (relevant documents, knowledgeable employees, etc.) is limited by the mere passage of time. These factors, coupled with the fact that GE no longer maintains an active presence in Puerto Rico, makes responding to the Request particularly difficult. GE has nevertheless endeavored to respond to the Request to the extent reasonably possible.

The enclosed information is being provided in an effort to cooperate with EPA, without admitting or acknowledging that EPA has the authority to require production of the information requested, or that the statutory authority asserted in the Request is applicable. Additionally, nothing in this Response should be construed as an admission of any liability or responsibility on the part of GE regarding any costs incurred by EPA or any other party relating to the Site. GE reserves all defenses and rights available to it under the law. GE also reserves all rights to supplement and/or revise its objections and responses to the Request when it provides its responses to the remaining questions. Finally, in providing its Response, GE does not admit to or concede any of the alleged facts, descriptions or characterizations of events set forth in the Request.

General Objections

GE asserts the following General Objections to the Request, which General Objections are hereby incorporated in each and every response of GE to its individual responses to questions Nos. 1 through 7. To the extent GE responds to questions to which it objects, such objections are not waived by the furnishing or providing of information.

1. GE objects to the Request to the extent the Request exceeds the scope of EPA's authority under the statutory references cited in the Request.

2. GE objects to the Request as overly broad and unduly burdensome. The Request seeks information that is irrelevant and/or has no relation to the Site or relevance to this inquiry. GE objects to the Request because, based upon publicly available information, the Site operated between 1975 to 1999 yet the Request is not limited to any specific timeframe. Further, GE objects to the Request because the Request seeks information regarding activities that took place decades ago at a level of detail that is impossible to provide without extreme burden and oppression, if at all.

3. GE objects to the Request to the extent it seeks information protected from disclosure by the attorney-client privilege, the attorney work-product doctrine, the joint defense privilege, and any other legally cognizable privilege. GE further objects to the Request to the extent it dictates the manner in which those privileges are to be asserted.



4. GE objects to the Request to the extent that it seeks information in the possession, custody, or control of EPA, or any other local, state, or federal governmental authority. GE further objects to the Request to the extent that it seeks information that is a matter of public record.

5. GE objects to the Request to the extent that it seeks information outside of GE's possession, custody or control.

6. GE objects to the Request to the extent that it calls for a legal conclusion.

7. GE objects to the Request because it was directed to and concerns the defunct legal entity, Caribe Products.

Responses to Request for Information

1. Answer the following questions regarding the Company:

- a. State the correct legal name and mailing address for the Company;**
- b. State the name(s) and address(es) of the President, Chief Executive Officer, and the Chairman of the Board (or other presiding officer) of the Company;**
- c. Identify the state/commonwealth and date of incorporation of the Company and the name of its agents for service of process in the state/commonwealth of incorporation and in Puerto Rico, if different; and**
- d. Identify any successor corporations, predecessor corporations, or other entities related to the Company. If the Company is or was a subsidiary or affiliate of another corporation or other entity, identify each of those other entities' Chief Executive Officers, Presidents, and Chairpersons of the Board. Identify the state/commonwealth of incorporation and agents for service of process in the state/commonwealth of incorporation and in Puerto Rico, if different, for each entity identified in your response to this question.**

GE objects to this question to the extent it seeks information concerning the officers and directors of Caribe Products or any other legal entity, which is irrelevant. GE also objects to this question to the extent it calls for a legal conclusion regarding whether an entity is a successor or predecessor corporation. Finally, GE objects to this question as overbroad and vague to the extent it seeks information regarding "other entities related to" Caribe Products, or "affiliate[s]" of Caribe Products. Subject to its objections, GE provides the following response.

Caribe Products was incorporated in Delaware on June 1, 1966 under the name General Electric Pilot Devices, Inc. Pursuant to an Agreement and Plan of Merger, dated August 1, 1984 (the "1984 Merger Agreement"), General Electric Pilot Devices, Inc. changed its name to Caribe General Electric Products, Inc. A copy of the 1984 Merger Agreement is produced herewith.



On December 31, 2001, Caribe Products merged into NBC-Rainbow Holding LLC ("Rainbow"), a California entity, pursuant to an Agreement and Plan of Merger and Reorganization, dated December 20, 2001 (the "2001 Merger Agreement"). A copy of the 2001 Merger Agreement is produced herewith. Under the 2001 Merger Agreement, Caribe Products merged with and into Rainbow and the separate existence of Caribe Products ceased. Substantially all of the assets and liabilities of Caribe Products were then transferred by Rainbow to another entity, GEA Caribbean Export, LLC, a Delaware entity, pursuant to a Contribution Agreement dated December 31, 2001 (the "Contribution Agreement"). A copy of the Contribution Agreement is produced herewith.

As the non-surviving entity under the 2001 Merger Agreement, Caribe Products is no longer a valid and existing legal entity, and therefore, does not have a mailing address or agent for service of process.

GE, a New York corporation, owned 100% of the stock of Caribe Products until Caribe Products was merged into Rainbow in 2001.

2. Describe the current and past business relationship between the Company and each of the following:

- a. General Electric Controls, Inc.;**
- b. General Electric Pilot Devices, Inc.;**
- c. General Electric Gepol, Inc; and**
- d. General Electric Wiring Devices, Inc.**

GE objects to this question as vague and subject to multiple interpretations to the extent it uses the phrase "business relationship." GE will interpret "business relationship" to mean "parent-subsidiary" relationship or "predecessor-successor" relationship. GE also objects to this question to the extent it calls for a legal conclusion regarding whether an entity is a successor or predecessor corporation.

Subject to its objections, GE refers to and incorporates its response to Question 1. GE further responds that General Electric Controls, Inc. and General Electric Gepol, Inc., among other legal entities, merged into General Electric Pilot Devices, Inc. pursuant to the 1984 Merger Agreement. General Electric Pilot Devices, Inc. then changed its name to Caribe General Electric Products, Inc. under the 1984 Merger Agreement. As noted above, Caribe Products was ultimately merged into Rainbow on December 31, 2001.

A corporate reorganization of the operations of Caribe Products occurred in 1993. Specifically, Caribe Products transferred substantially all of its operating assets and liabilities to Caribe GE Group, Inc. ("Caribe GE Group"), a Delaware entity. Immediately thereafter, Caribe GE Group transferred said assets to various U.S. corporations in exchange for their common stock and the assumption of related liabilities. The former General Electric Controls, Inc. facility (the "Controls Facility") in Vega Alta was transferred to Caribe GE Controls, Inc., a Delaware entity; the former General Electric Pilot Devices, Inc. facility (the "Pilot Facility") in Vega Alta was transferred to Caribe GE Fabrication, Inc., a Delaware entity; and the former General Electric Gepol, Inc. facility (the "Arecibo Facility") in Arecibo was transferred to Caribe GE Distribution Components, Inc., a Delaware entity. The Pilot Facility was closed in 2005.



By the end of 2005, each of Caribe GE Controls, Inc., Caribe GE Fabrication, Inc., and Caribe GE Distribution Components, Inc. had been merged into a single entity, Caribe GE International of Puerto Rico, a Puerto Rico entity. In 2008, Caribe GE International of Puerto Rico contributed assets and business operations, including the lease and operations for the Controls Facility and the Arecibo Facility, to its wholly-owned subsidiary, GE Industrial of PR LLC, a Puerto Rico entity. The lease and operations for the Controls Facility and the Arecibo Facility were ultimately transferred by GE Industrial of PR LLC to ABB under the SAP Agreement.

General Electric Wiring Devices, Inc., a Delaware entity, was dissolved by GE in July 28, 1978. A copy of the certificate of dissolution is produced herewith. General Electric Wiring Devices, Inc. was not part of the 1984 Merger Agreement and, upon information and belief, was never merged into or owned by Caribe Products.

3. State the corporate history of the Company, including all name changes and mergers. List all names under which the Company has operated and has been incorporated. For each other name, provide the following information:

- a. Whether that other company or business continues to exist, indicating the date and means by which it ceased operations (e.g., dissolution, bankruptcy, sale) if it is no longer in business;**
- b. Names, addresses, and telephone numbers of all registered agents, officers, and operations management personnel; and**
- c. Names, addresses, and telephone numbers of all subsidiaries, unincorporated divisions or operating units, affiliates, and parent corporations, if any, of that other company.**

GE objects to this question as vague and subject to multiple interpretations to the extent it uses the phrase "corporate history." GE will interpret "corporate history" to mean name changes and mergers. GE also objects to this question to the extent it seeks information concerning the officers and directors of Caribe Products or any other legal entity, which is irrelevant. Subject to its objections, GE refers to and incorporates by reference its responses to questions Nos. 1 and 2.

- 4. Identify all changes in ownership relating to the Company from its date of incorporation to the present, including the date of any ownership change. If any owner was/is a corporation, identify if the corporation was a subsidiary of division of another corporation. In your identification of any corporation, it is requested that you provide the full corporate name, the state/commonwealth of incorporation, and all fictitious names used/held by that corporation.**

GE, a New York corporation, owned 100% of the stock of Caribe Products until Caribe Products was merged into Rainbow in 2001. GE is a publicly-traded company.



5. **For each owner that is a subsidiary of another corporation identified in your answer to Request #4, above, please provide a chart that details the corporate structure from that other company through all intermediate entities to the ultimate corporate parent. For purposes of this information request, the term “ultimate corporate parent” means the corporate entity that, while owning or controlling the majority of the shares of common stock in a subsidiary corporation, is not primarily owned/controlled by another corporation.**

Caribe Product's owner was not a subsidiary of another corporation.

6. **Provide copies of the Company's authority to do business in Puerto Rico. Include all authorizations, withdrawals, suspensions, and reinstatements.**

GE objects to this question as seeking information that is irrelevant and publicly available. Subject to its objections, GE responds that Caribe Products né General Electric Pilot Devices Inc. had its certificate of authorization to do business in Puerto Rico cancelled on April 14, 2014. Copies of the certificate of authorization and the certificate of cancellation are produced herewith.

7. **Indicate whether the Company is the successor to any liabilities, including those under CERCLA, of each of the following:**
 - a. **General Electric Controls, Inc.;**
 - b. **General Electric Pilot Devices, Inc.;**
 - c. **General Electric Gepol, Inc.; and**
 - d. **General Electric Wiring Devices, Inc.**

GE objects to this question because it calls for legal conclusions. Subject to its objections, GE refers to and incorporates by reference its responses to questions Nos. 1 and 2. By way of further response, GE adds that Caribe Products is not the successor to any liabilities because it is no longer a valid and existing corporate legal entity.

Respectfully submitted,

/s/ Monique Mooney

Monique M. Mooney, Esq.
GE Global Operations

Enclosure

cc: Kathleen Campbell, Esq. (via email)

CERTIFICATION OF ANSWERS TO REQUEST FOR INFORMATION

State/Commonwealth of

Pennsylvania

County/Municipality of

Montgomery

I certify under penalty of law that I have personally examined and am familiar with the information submitted in this document (response to EPA Request for Information) and all documents submitted herewith, and that based on my inquiry of those individuals immediately responsible for obtaining the information, I believe that the submitted information is true, accurate, and complete, and that all documents submitted herewith are complete and authentic unless otherwise indicated. I am aware that there are significant penalties for submitting false information, including the possibility of fine and imprisonment. I am also aware that I am under a continuing obligation to supplement my response to EPA's Request for Information if any additional information relevant to the matters addressed in EPA's Request for Information or my response thereto should become known or available to me.

MONIQUE MOONEY

NAME (print or type)

EXECUTIVE COUNSEL

TITLE (print or type)

[Signature]

SIGNATURE

Sworn to before me this

24th day of May 2019.

Notary Public

Kimberly A. Lawson
COMMONWEALTH OF PENNSYLVANIA

NOTARIAL SEAL

KIMBERLY A. LAWSON, Notary Public
Lower Merion Twp., Montgomery County
My Commission Expires April 7, 2020